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LAW OFFICES OF
LOUIS E. GITOMER, LLC.

SURFACE TRANSPORTATION BOARD

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May 1, 2012

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

Dear Ms. Brown:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Partial Lease Termination, a secondary document, dated as of May 1, 2012. The primary document to which this is connected is recorded under Recordation Number 26052. We request that this document be recorded under Recordation Number 26052-B.

The name and address of the party to the Partial Lease Termination is:

Lessor:

Public Service Company of Colorado
1225 17th Street
Denver CO 80202

A description of the equipment covered by the Partial Lease Termination consists of 20 gondola cars numbered PSCX 141, 166, 180, 190, 194, 207, 223, 224, 261, 298, 303, 307, 312, 321, 322, 341, 346, 347, 357, and 363.

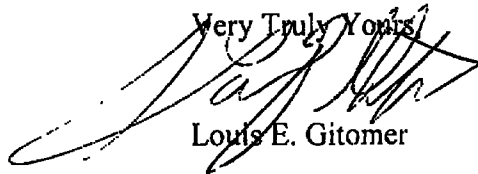
A fee of \$41.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou@lgraillaw.com

Ms. Cynthia T. Brown
May 1, 2012
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A short summary of the document to appear in the index follows: a Partial Lease Termination by Public Service Company of Colorado, 1225 17th Street, Denver CO 80202, covering 20 gondola cars numbered PSCX 141, 166, 180, 190, 194, 207, 223, 224, 261, 298, 303, 307, 312, 321, 322, 341, 346, 347, 357, and 363.

Very Truly Yours,

A handwritten signature in black ink, appearing to read "Louis E. Gitomer", written over the typed name.

Louis E. Gitomer

Enclosure

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SURFACE TRANSPORTATION BOARD

PARTIAL LEASE TERMINATION

This Partial Lease Termination dated as of ^{MAY 1} April __, 2012 is by the Public Service Company of Colorado, as Lessee.

WHEREAS, Lessee entered a Memorandum of Schedule #2 dated as of December 19, 2005, with Midwest Railcar Capital Equipment Company ("Lessor"), which was recorded at the Surface Transportation Board on December 23, 2005 at 9:02 am under Recordation No. 26052 for 200 100-ton flat bottom steel gondola cars, including 20 100-ton flat bottom steel gondola cars numbered PSCX 141, 166, 180, 190, 194, 207, 223, 224, 261, 298, 303, 307, 312, 321, 322, 341, 346, 347, 357, and 363 (the "20 Cars");

WHEREAS, Lessee confirms that its rights, interests and obligations under the Lease with respect to the 20 Cars have been fulfilled; and

WHEREAS, Lessee confirms that it has terminated the Lease with respect to the 20 Cars.

NOW, THEREFORE, Lessee hereby acknowledges and confirms for the public record the termination of the Lease with respect to the 20 Cars, and all rights and obligations arising under the Lease with respect to the 20 Cars.

IN WITNESS WHEREOF, Lessee has executed or caused this Partial Lease Termination to be duly executed as of the date first above written.

Public Service Company of Colorado
as Lessee

By: HA. Craig Parker

Xcel Energy as agent for Public Service of Colorado

Its: _____

STATE OF COLORADO)

) ss.

County of Denver)

On this ^{May} 1st day of April 2012, before me appeared Craig Parker, the person who signed this instrument, who acknowledged that (s)he is the Director, Fuel Supply Ops. of Public Service Company of Colorado and that, being duly authorized, (s)he signed such instrument as a free act on behalf of said corporation.

Xcel Energy Services
as agent for

C. Kline
Notary Public

My Commission expires 4/21/2014

